

$R_y$  is hydrogen,  $C_{1-10}$  alkyl,  $C_{1-10}$  alkoxy,  $C_{3-10}$  cycloalkyl having 0-3 heteroatoms,  $C_{2-10}$  alkenyl,  $C_{1-10}$  alkenoyl,  $C_{6-12}$  aryl,  $C_{3-12}$  hetaryl having 1-3 heteroatoms selected from N, S and O,  $C_{7-24}$  aralkyl,  $C_{7-24}$  alkaryl, substituted  $C_{1-10}$  alkyl, substituted  $C_{1-10}$  alkyl, substituted  $C_{1-10}$  alkoxy, substituted  $C_{3-10}$  cycloalkyl having 0-3 heteroatoms selected from N, S and O, substituted  $C_{6-C_{14}}$  aryl, substituted  $C_{3-12}$  hetaryl having 1-3 heteroatoms selected from N, S and O, substituted  $C_{7-24}$  alkaryl or substituted  $C_{7-C_{24}}$  aralkyl, where  $R_y$  is a substituted group, it is substituted by halogen up to per halo,

$R_z$  is hydrogen,  $C_{1-10}$  alkyl,  $C_{1-10}$  alkoxy,  $C_{3-10}$  cycloalkyl having 0-3 heteroatom,  $C_{2-10}$  alkenyl,  $C_{1-10}$  alkenoyl,  $C_{6-12}$  aryl,  $C_{3-C_{12}}$  hetaryl having 1-3 heteroatoms selected from S, N and O,  $C_{7-24}$  alkaryl,  $C_{7-24}$  aralkyl, substituted  $C_{1-10}$  alkyl, substituted  $C_{1-10}$  alkoxy, substituted  $C_{6-C_{14}}$  aryl, substituted  $C_{3-C_{10}}$  cycloalkyl having 0-3 heteroatoms selected from S, N and O, substituted  $C_{3-12}$  hetaryl having 1-3 heteroatoms selected from S, N and O, substituted  $C_{7-24}$  alkaryl or substituted  $C_{7-C_{24}}$  aralkyl where  $R_z$  is a substituted group, it is substituted by halogen up to per halo, hydroxy,  $C_{1-10}$  alkyl,  $C_{3-12}$  cycloalkyl having 0-3 heteroatoms selected from O, S and N,  $C_{3-12}$  hetaryl having 1-3 heteroatoms selected from N, S and O,  $C_{1-10}$  alkoxy,  $C_{6-12}$  aryl,  $C_{1-6}$  halo substituted alkyl up to per halo alkyl,  $C_{6-C_{12}}$  halo substituted aryl up to per halo aryl,  $C_{3-C_{12}}$  halo substituted cycloalkyl up to per halo cycloalkyl having 0-3 heteroatoms selected from N, S and O, halo substituted  $C_{3-12}$  hetaryl having 1-3 heteroatoms selected from O, N and S, halo substituted  $C_{7-C_{24}}$  aralkyl up to per halo aralkyl, halo substituted  $C_{7-C_{24}}$  alkaryl up to per halo alkaryl, and  $-C(O)R_g$ ,

$R_a$  and  $R_b$  are,

a) independently hydrogen,

a carbon based moiety selected from the group consisting of  $C_{1-C_{10}}$  alkyl,  $C_{1-C_{10}}$  alkoxy,  $C_{3-10}$  cycloalkyl,  $C_{2-10}$  alkenyl,  $C_{1-10}$  alkenoyl,  $C_{6-12}$  aryl,  $C_{3-12}$  hetaryl having 1-3 heteroatoms selected from O, N and S,  $C_{3-12}$  cycloalkyl having 0-3 heteroatoms selected from N, S and O,  $C_{7-24}$  aralkyl,  $C_{7-C_{24}}$  alkaryl, substituted  $C_{1-10}$  alkyl, substituted  $C_{1-10}$  alkoxy, substituted  $C_{3-10}$  cycloalkyl, having 0-3 heteroatoms selected from N, S and O, substituted  $C_{6-12}$  aryl, substituted  $C_{3-12}$  hetaryl having 1-3 heteroatoms selected from N, S and O, substituted  $C_{7-24}$  aralkyl, substituted  $C_{7-24}$  alkaryl, where  $R_a$  and  $R_b$  are a substituted group, they are substituted by halogen up to per halo, hydroxy,  $C_{1-10}$  alkyl,  $C_{3-12}$  cycloalkyl having 0-3 heteroatoms selected from O, S and N,  $C_{3-12}$  hetaryl having 1-3 heteroatoms selected from N,

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S and O, C<sub>1-10</sub> alkoxy, C<sub>6-12</sub> aryl, C<sub>1-6</sub> halo substituted alkyl up to per halo alkyl, C<sub>6-C12</sub> halo substituted aryl up to per halo aryl, C<sub>3-C12</sub> halo substituted cycloalkyl having 0-3 heteroatoms selected from N, S and O, up to per halo cycloalkyl, halo substituted C<sub>3-C12</sub> hetaryl up to per halo hetaryl, halo substituted C<sub>7-C24</sub> aralkyl up to per halo aralkyl, halo substituted C<sub>7-C24</sub> alkaryl up to per halo alkaryl, and -C(O)R<sub>g</sub>; or

-OSi(R<sub>f</sub>)<sub>3</sub> where R<sub>f</sub> is hydrogen, C<sub>1-10</sub> alkyl, C<sub>1-10</sub> alkyl, C<sub>1-10</sub> alkoxy, C<sub>3-C10</sub> cycloalkyl having 0-3 heteroatoms selected from O, S and N, C<sub>6-12</sub> aryl, C<sub>3-C12</sub> hetaryl having 1-3 heteroatoms selected from O, S and N, C<sub>7-24</sub> aralkyl, substituted C<sub>1-10</sub> alkyl, substituted C<sub>1-C10</sub> alkoxy, substituted C<sub>3-C12</sub> cycloalkyl having 0-3 heteroatoms selected from O, S and N, substituted C<sub>3-C12</sub> hetaryl having 1-3 heteroatoms selected from O, S, and N, substituted C<sub>6-12</sub> aryl, and substituted C<sub>7-24</sub> alkaryl, where R<sub>f</sub> is a substituted group it is substituted halogen up to per halo, hydroxy, C<sub>1-10</sub> alkyl, C<sub>3-12</sub> cycloalkyl having 0-3 heteroatoms selected from O, S and N, C<sub>3-12</sub> hetaryl having 1-3 heteroatoms selected from N, S and O, C<sub>1-10</sub> alkoxy, C<sub>6-12</sub> aryl, C<sub>7-C24</sub> alkaryl, C<sub>7-C24</sub> aralkyl, C<sub>1-6</sub> halo substituted alkyl up to per halo alkyl, C<sub>6-C12</sub> halo substituted aryl up to per halo aryl, C<sub>3-C12</sub> halo substituted cycloalkyl having 0-3 heteroatoms selected from N, S and O, up to per halo cycloalkyl, halo substituted C<sub>3-C12</sub> hetaryl up to per halo hetaryl, halo substituted C<sub>7-C24</sub> aralkyl up to per halo aralkyl, halo substituted C<sub>7-C24</sub> alkaryl up to per halo alkaryl, and -C(O)R<sub>g</sub>,

or

b) R<sub>a</sub> and R<sub>b</sub> together from a 5-7 member heterocyclic structure of 1-3 heteroatoms selected from N, S and O, or a substituted 5-7 member heterocyclic structure of 1-3 heteroatoms selected from N, S and O with substituents selected from the group consisting of halogen up to per halo, hydroxy, C<sub>1-10</sub> alkyl, C<sub>3-12</sub> cycloalkyl having 0-3 heteroatoms selected from O, S and N, C<sub>3-12</sub> hetaryl having 1-3 heteroatoms selected from N, S and O, C<sub>1-10</sub> alkoxy, C<sub>6-12</sub> aryl, C<sub>7-C24</sub> alkaryl, C<sub>7-C24</sub> aralkyl, halo substituted C<sub>1-6</sub> alkyl up to per halo alkyl, halo substituted C<sub>6-C12</sub> aryl up to per halo aryl, halo substituted C<sub>3-C12</sub> cycloalkyl having 0-3 heteroatoms selected from N, S and O, up to per halo cycloalkyl, halo substituted C<sub>3-C12</sub> hetaryl up to per halo hetaryl, halo substituted C<sub>7-C12</sub> aralkyl up to per halo aralkyl, halo substituted C<sub>7-C24</sub> alkaryl up to per halo alkaryl, and -C(O)R<sub>g</sub>,

or

c) one of R<sub>a</sub> or R<sub>b</sub> is -C(O)-, a C<sub>1-C5</sub> divalent alkylene group or a substituted C<sub>1-C5</sub> divalent alkylene group bound to the moiety L to form a cyclic structure with at least 5 members,

wherein the substituents of the substituted C<sub>1</sub>-C<sub>5</sub> divalent alkylene group are selected from the group consisting of halogen, hydroxy, C<sub>1-10</sub> alkyl, C<sub>3-12</sub> cycloalkyl having 0-3 heteroatoms selected from O, S and N, C<sub>3-12</sub> hetaryl having 1-3 heteroatoms selected from N, S and O, C<sub>1-10</sub> alkoxy, C<sub>6-12</sub> aryl, C<sub>7-C<sub>24</sub></sub> alkaryl, C<sub>7-C<sub>24</sub></sub> aralkyl, C<sub>1-6</sub> halo substituted alkyl up to per halo alkyl, C<sub>6-C<sub>12</sub></sub> halo substituted aryl up to per halo aryl, C<sub>3-C<sub>12</sub></sub> halo substituted cycloalkyl having 0-3 heteroatoms selected from N, S and O, up to per halo cycloalkyl, halo substituted C<sub>3-C<sub>12</sub></sub> hetaryl up to per halo heteraryl, halo substituted C<sub>7-C<sub>24</sub></sub> aralkyl up to per halo aralkyl, halo substituted C<sub>7-C<sub>24</sub></sub> alkaryl up to per halo alkaryl, and -C(O)R<sub>g</sub>,

where R<sub>g</sub> is C<sub>1-10</sub> alkyl; -CN, -CO<sub>2</sub>R<sub>d</sub>, -OR<sub>d</sub>, -SR<sub>d</sub>, -NO<sub>2</sub>, -C(O)R<sub>e</sub>, -NR<sub>d</sub>R<sub>e</sub>, -NR<sub>d</sub>C(O)OR<sub>e</sub> and -NR<sub>d</sub>C(O)R<sub>e</sub>, and R<sub>d</sub> and R<sub>e</sub> are independently selected from the group consisting of hydrogen, C<sub>1-10</sub> alkyl, C<sub>1-10</sub> alkoxy, C<sub>3-10</sub> cycloalkyl having 0-3 heteroatoms selected from O, N and S, C<sub>6-12</sub> aryl, C<sub>3-C<sub>12</sub></sub> hetaryl with 1-3 heteroatoms selected from O, N and S and C<sub>7-C<sub>24</sub></sub> aralkyl, C<sub>7-C<sub>24</sub></sub> alkaryl, up to per halo substituted C<sub>1-C<sub>10</sub></sub> alkyl, up to per halo substituted C<sub>3-C<sub>10</sub></sub> cycloalkyl having 0-3 heteroatoms selected from O, N and S, up to per halo substituted C<sub>6-C<sub>14</sub></sub> aryl, up to per halo substituted C<sub>3-C<sub>12</sub></sub> hetaryl having 1-3 heteroatoms selected from O, N, and S, halo substituted C<sub>7-C<sub>24</sub></sub> alkaryl up to per halo alkaryl, and up to per halo substituted C<sub>7-C<sub>24</sub></sub> aralkyl,

W is independently selected from the group consisting of -CN, -CO<sub>2</sub>R<sup>7</sup>, -C(O)NR<sup>7</sup>R<sup>7</sup>, -C(O)-R<sup>7</sup>, -NO<sub>2</sub>, -OR<sup>7</sup>, -SR<sup>7</sup>, -NR<sup>7</sup>R<sup>7</sup>, -NR<sup>7</sup>C(O)OR<sup>7</sup>, -NR<sup>7</sup>C(O)R<sup>7</sup>, C<sub>1-C<sub>10</sub></sub> alkyl, C<sub>1-C<sub>10</sub></sub> alkoxy, C<sub>2-C<sub>10</sub></sub> alkenyl, C<sub>1-C<sub>10</sub></sub> alkenoyl, C<sub>3-C<sub>10</sub></sub> cycloalkyl having 0-3 heteroatoms selected from O, S and N, C<sub>6-C<sub>14</sub></sub> aryl, C<sub>7-C<sub>24</sub></sub> alkaryl, C<sub>7-C<sub>24</sub></sub> aralkyl, C<sub>3-C<sub>12</sub></sub> heteroaryl having 1-3 heteroatoms selected from O, N and S, C<sub>4-C<sub>23</sub></sub> alkoheteroaryl having 1-3 heteroatoms selected from O, N and S, substituted C<sub>1-C<sub>10</sub></sub> alkyl, substituted C<sub>1-C<sub>10</sub></sub> alkoxy, substituted C<sub>2-C<sub>10</sub></sub> alkenyl, substituted C<sub>1-C<sub>10</sub></sub> alkenoyl, substituted C<sub>3-C<sub>10</sub></sub> cycloalkyl having 0-3 heteroatoms selected from O, N and S, substituted C<sub>6-C<sub>12</sub></sub> aryl, substituted C<sub>3-C<sub>12</sub></sub> hetaryl having 1-3 heteroatoms selected from O, N and S, substituted C<sub>7-C<sub>24</sub></sub> aralkyl, substituted C<sub>7-C<sub>24</sub></sub> alkaryl, substituted C<sub>4-C<sub>23</sub></sub> alkoheteroaryl having 1-3 heteroatoms selected from O, N and S, and -Q-Ar;

each R<sup>7</sup> is independently selected from H, C<sub>1-C<sub>10</sub></sub> alkyl, C<sub>1-C<sub>10</sub></sub> alkoxy, C<sub>2-C<sub>10</sub></sub> alkenyl, C<sub>1-C<sub>10</sub></sub> alkenoyl, C<sub>3-C<sub>10</sub></sub> cycloalkyl having 0-3 heteroatoms selected from O, S and N, C<sub>6-C<sub>14</sub></sub> aryl, C<sub>3-C<sub>13</sub></sub> hetaryl having 1-3 heteroatoms selected from O, N and S, C<sub>7-C<sub>14</sub></sub> alkaryl, C<sub>7-C<sub>24</sub></sub>

aralkyl, C<sub>4</sub>-C<sub>23</sub> alkoheteroaryl having 1-3 heteroatoms selected from O, N and S, up to per-halo substituted C<sub>3</sub>-C<sub>13</sub> hetaryl having 1-3 heteroatoms selected from O, N and S, up to per-halo substituted C<sub>1</sub>-C<sub>10</sub> alkyl, up to per-halo substituted C<sub>3</sub>-C<sub>10</sub> cycloalkyl having 0-3 heteroatoms selected from O, N and S, up to per-halo substituted C<sub>6</sub>-C<sub>14</sub> aryl, up to per-halo substituted C<sub>7</sub>-C<sub>24</sub> aralkyl, up to per-halo substituted C<sub>7</sub>-C<sub>24</sub> alkaryl, and up to per-halo substituted C<sub>4</sub>-C<sub>23</sub> alkoheteroaryl; and

each Z is independently selected from the group consisting of -CN, -CO<sub>2</sub>R<sup>7</sup>, -C(O)R<sup>7</sup>, -C(O)NR<sup>7</sup>R<sup>7</sup>, -NO<sub>2</sub>, -OR<sup>7</sup>, -SR<sup>7</sup>, -NR<sup>7</sup>R<sup>7</sup>, -NR<sup>7</sup>C(O)OR<sup>7</sup>, -NR<sup>7</sup>C(O)R<sup>7</sup>, C<sub>1</sub>-C<sub>10</sub> alkyl, C<sub>1</sub>-C<sub>10</sub> alkoxy, C<sub>2</sub>-C<sub>10</sub> alkenyl, C<sub>1</sub>-C<sub>10</sub> alkenoyl, C<sub>3</sub>-C<sub>10</sub> cycloalkyl having 0-3 heteroatoms selected from O, N and S, C<sub>6</sub>-C<sub>14</sub> aryl, C<sub>3</sub>-C<sub>13</sub> hetaryl having 1-3 heteroatoms selected from O, N and S, C<sub>7</sub>-C<sub>24</sub> alkaryl, C<sub>7</sub>-C<sub>24</sub> aralkyl, C<sub>4</sub>-C<sub>23</sub> alkoheteroaryl having 1-3 heteroatoms selected from O, N and S, substituted C<sub>1</sub>-C<sub>10</sub> alkyl, substituted C<sub>1</sub>-C<sub>10</sub> alkoxy, substituted C<sub>2</sub>-C<sub>10</sub> alkenyl, substituted C<sub>1</sub>-C<sub>10</sub> alkenoyl, substituted C<sub>3</sub>-C<sub>10</sub> cycloalkyl having 0-3 heteroatoms selected from O, N and S, substituted C<sub>6</sub>-C<sub>12</sub> aryl, substituted C<sub>7</sub>-C<sub>24</sub> alkaryl, substituted C<sub>7</sub>-C<sub>24</sub> aralkyl and substituted C<sub>4</sub>-C<sub>23</sub> alkoheteroaryl having 1-3 heteroatoms selected from O, N and S; wherein if Z is a substituted group, the one or more substituents are selected from the group consisting of -CN, -CO<sub>2</sub>R<sup>7</sup>, -COR<sup>7</sup>, -C(O)NR<sup>7</sup>R<sup>7</sup>, -OR<sup>7</sup>, -SR<sup>7</sup>, -NO<sub>2</sub>, -NR<sup>7</sup>R<sup>7</sup>, -NR<sup>7</sup>C(O)R<sup>7</sup>, and -NR<sup>7</sup>C(O)OR<sup>7</sup>.

3. (Amended) A compound as in claim 1 wherein M is one or more bridging groups selected from the group consisting of -O-, -S-, -N(R<sup>7</sup>)-, -(CH<sub>2</sub>)<sub>m</sub>-, -C(O)-, -CH(OH)-, -(CH<sub>2</sub>)<sub>m</sub>O-, -(CH<sub>2</sub>)<sub>m</sub>S-, -(CH<sub>2</sub>)<sub>m</sub>N(R<sup>7</sup>)-, -O(CH<sub>2</sub>)<sub>m</sub>-, CHX<sup>a</sup>-, -CX<sup>a</sup><sub>2</sub>-, -S-(CH<sub>2</sub>)<sub>m</sub>- and -N(R<sup>7</sup>)(CH<sub>2</sub>)<sub>m</sub>-, where m= 1-3, X<sup>a</sup> is halogen and R<sup>7</sup> is as defined in claim 1.

5. (Amended) A compound of claim 1 wherein B of Formula I is a substituted pyridyl, substituted quinolinyl or isoquinolinyl group substituted 1 to 3 times by 1 or more substituents selected from the group consisting of -CN, halogen, C<sub>1</sub>-C<sub>10</sub> alkyl, C<sub>1</sub>-C<sub>10</sub> alkoxy, -OH, up to per halo substituted C<sub>1</sub>-C<sub>10</sub> alkyl, up to per halo substituted C<sub>1</sub>-C<sub>10</sub> alkoxy or phenyl substituted by halogen up to per halo.

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8. (Amended) A compound of claim 1, wherein said substituted cyclic moiety  $L^1$  comprises a 5 to 6 membered aryl moiety or hetaryl moiety, wherein said hetaryl moiety comprises 1 to 4 members selected from the group of heteroatoms consisting of nitrogen, oxygen and sulfur.

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10. (Amended) A compound of claim 7, wherein said substituted cyclic moiety  $L^1$  is phenyl, pyridinyl or pyrimidinyl.

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25. (Amended) A compound of claim 1 which is a pharmaceutically acceptable salt of a compound of formula I selected from the group consisting of

- a) basic salts of organic acids and inorganic acids selected from the group consisting of hydrochloric acid, hydrobromic acid, sulphuric acid, phosphoric acid, methanesulfonic acid, trifluorosulfonic acid, benzenesulfonic acid, p-toluene sulfonic acid (tosylate salt), 1-naphthalene sulfonic acid, 2-naphthalene sulfonic acid, acetic acid, trifluoroacetic acid, malic acid, tartaric acid, citric acid, lactic acid, oxalic acid, succinic acid, fumaric acid, maleic acid, benzoic acid, salicylic acid, phenylacetic acid, and mandelic acid; and
- b) acid salts of organic and inorganic bases containing cations selected from the group consisting of alkaline cations, alkaline earth cations, the ammonium cation, aliphatic substituted ammonium cations and aromatic substituted ammonium cations.

26. (Amended) A compound of claim 20 which is pharmaceutically acceptable salt of a compound of formula I selected from the group consisting of

- a) basic salts of organic acids and inorganic acids selected from the group consisting of hydrochloric acid, hydrobromic acid, sulphuric acid, phosphoric acid, methanesulfonic acid, trifluorosulfonic acid, benzenesulfonic acid, p-toluene sulfonic acid (tosylate salt), 1-naphthalene sulfonic acid, 2-naphthalene sulfonic acid, acetic acid, trifluoroacetic acid, malic acid, tartaric acid, citric acid, lactic acid, oxalic acid, succinic acid, fumaric acid, maleic acid, benzoic acid, salicylic acid, phenylacetic acid, and mandelic acid; and
- b) acid salts of organic and inorganic bases containing cations selected from the

A31 group consisting of alkaline cations, alkaline earth cations, the ammonium cation, aliphatic substituted ammonium cations and aromatic substituted ammonium cations.